

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA

STATE OF NEW YORK, *et al.*,

Plaintiffs,

v.

MICROSOFT CORPORATION,

Defendant.

Civil Action No. 98-1233 (CKK)

FILED

MAR 21 2002

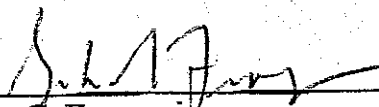
**NANCY MAYER WHITTINGTON, CLERK
U.S. DISTRICT COURT**

**STIPULATION AND PROPOSED ORDER SEALING CERTAIN HIGHLY
CONFIDENTIAL MATERIALS OF NON-PARTY GATEWAY, INC.**

Pursuant to LCvR5.1(j) and ¶ J.2 of the Stipulation and Protective Order dated May 27, 1998, non-party Gateway, Inc. and the parties hereto agree that the following materials relating to the testimony of former Gateway employee Mr. Peter Ashkin be kept under seal: 1) Plaintiffs' Exhibits 1-5 to the direct testimony of Mr. Ashkin (copies of the DTOS and related Microsoft licensing agreements from Mr. Ashkin's time at Gateway, which are Bates Numbers 024076-096); and 2) Plaintiffs' Exhibit 1240 (Gateway's internal notes of its December 17, 1999 meeting with Microsoft) (GW 021725-29), except the portions of the notes listing the attendees of the meeting and concerning the subject of "MFN"; and 3) the license-related figures from the aforementioned agreements that appear in ¶¶ 46 and 117-120 of Mr. Ashkin's direct testimony. Gateway and the parties agree that the accompanying redacted version of Plaintiffs' Exhibit 1240A and of Mr. Ashkin's direct testimony may be used in open court.

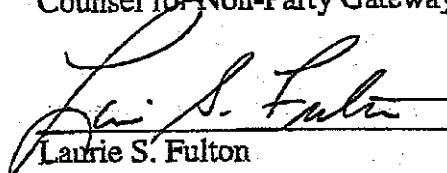
Dated: March 20, 2002

Respectfully submitted,



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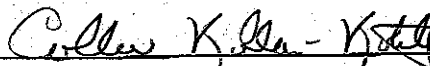


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Counsel for Defendant Microsoft Corporation

For good cause shown, non-party Gateway, Inc.'s Motion to Seal is hereby GRANTED.

SO ORDERED this 21 day of March, 2002.



United States District Judge